SAN FRANCISCO
STATE COLLEGE
LIBRARY

BOARDS SET FOUNDATION TO RUN UNION, BOOKSTORE

Golden Gater

Vol. 59, No. 14 SAN FRANCISCO, CALIFORNIA 50 Monday, May 10, 1954

Partial Minutes of Executive Sessions

Guests present: President J. Paul Leonard.

Members present: Messrs. Jones, Velardo, Crownover, Judah, McClatchy, Clark, Phillips, Spry, Healy, Brakebill, Anderson, Lynch, Lundgren and Miksak. Deans Wells, Johnson and Bergstresser. Misses Maison, Benefield, Bondshu and Courtney.

The meeting was called to order at 4:10 p.m. by the president, Mr. Phillips. Mr. Phillips expressed the desire to have this meeting in the form of an executive session since due to space limitations we could not accommodate all the guests who might wish to attend.

Mr. Judah moved that this meeting be an executive meeting of the Board of Directors and the Board of Control. The motion was seconded by Miss Bondshu and carried with Mr. Jones abstaining.

President Leonard stated that the purpose of this meeting is to discuss a problem of common interest to both the students and the administration, the College Food Service, and to discuss solutions to this problem.

The College Food Service has been a problem for some time. Before 1954 the Food Service was operated by a Student Manager. This proved to be unsatisfactory and subsequently was closed by the Department of Public Health. Mrs. Gertrude Luehning then took over the operation for the contractual period of one year, after which she joined the teaching staff. Mrs. Erna Lehan then was hired as the manager of the College Food Service.

The administration of the Food Service is presently under a dual control—the Student Boards which are constantly changing, and the Administration of the College. This is necessary as the President of the College is responsible for all commercial enterprises on the State College campus.

Many problems confronted us in the past years. Our enrollment has increased from 785 students in 1945 to the present number of 6800. Every facility of the Food Service has been doubly taxed. The poor equipment has had to be replaced to carry this extra load, and since the State refused to pay for the replacements, although they did allocate $30,000 for new equipment, the Associated Students has had to assume this responsibility.

The College Food Service has not been a profitable operation. It has always been necessary to use it as a combination food service and student lounge; therefore, the food sales must carry the main burden of the cost of operations.

It became necessary to impose the 20c minimum purchase to increase the amount of food sold so that operating expenses could be covered. Money was being lost on operations and the debt increased when it was necessary to purchase new machinery.

Food prices began to rise to the point where they are higher now than they have ever been in 15 years. It became necessary to raise prices, and with the rise in prices student sales decreased. Summer session operations also resulted in a loss.

The problem now is to place the operation of the Food Service on a sound financial basis.

It is necessary to continue to operate the Food Service as a student union, and also to continue to serve evening functions.

There is a definite advantage to the students in having such conventions as the CASSA convention held this week. This gives the administrators of California schools a chance to see our facilities and our students, giving the students increasing opportunities for employment. We are becoming known state-wide.

Dean Bergstresser asked if Mr. Brakebill would review the financial status.

Mr. Brakebill gave the profit or loss figures from June 1, 1953, through February 28, 1954. They are as follows:

June, 1953	($ 588.85)
July, 1953	730.36
August, 1953	(1,008.49)
Sept., 1953	(1,998.31)
Oct., 1953	(31.05)
Nov., 1953	(577,81)
Dec. 1953	(1,978.81)
Jan., 1954	(681.89)
Feb., 1954	424.93

The net loss as of February 28, 1954, is $5,596.84.

The gross sales for the month of February at the New Campus were $14,200.00 and $1,078.34 at the Old Campus. The gross profit after deducting the cost of goods sold was $8,670.41.

Mr. Brakebill reviewed the balance sheet as of February 28, 1954. The total assets are $57,276.93 and the total liabilities are $55,145.07.

President Leonard pointed out that the current liablities are approximately $55,000 while the current assets (cash in bank, accounts receivable, and food inventory) are approximately $19,500.

He also pointed out that no funds gained from the sale of compulsory student body cards were ever used to subsidize the operation.

Mr. McClatchy asked where the Food Service obtained the necessary funds to purchase the $22,000 worth of equipment to complete the College Union. Mr. Brakebill said that these funds were obtained through a loan of $5,000, deferring payment of aue accounts, and that there is still a balance to be paid.

President Leonard then told the group that there are four ways in which a Food Service can be operated on a State College campus. They are:

1. Through the Home Economics Department as a laboratory for the training of Home Economics teachers. This would not be possible on our campus as our Home Economics Department is not large enough to handle such an operation.

2. An outside caterer could contract with the State of California for rights to operate the Food Service on a profit basis. This caterer would have complete control over the Food Service as long as the terms of the contract were fulfilled. This would be a difficult situation as we would have no control over the operations and prices would be increased to allow the caterer his margin of profit.

3. The Associated Students can assume financial liability, and some control over the general operational policy, but they are always subject to the Administration of the College for final control as stipulated by the State.

4. The Food Service can be operated through a Foundation. The Foundation would assume all responsibility for operation of the Food Service.

Mr. Jones asked, "What is the difference between operation by an outside caterer and operation by the Associated Students?" The outside caterer would assume both responsibility and control over operations. The Associated Students assumes only responsibility.

President Leonard stated that the State would not negotiate with the students as they would with an outside firm. Students do not possess the same amount of ability as an outside firm and they lack the continuity that a business firm possesses.

The College Union is now used as a Student Lounge. This is an expensive item in terms of supervision and upkeep. The food sales must maintain the cost of operation.

Plans From Closed Meets Revealed

A series of executive joint meetings of the Boards of Directors and Control with President J. Paul Leonard has culminated in a plan by which the Associated Students will dispose of both the College Union and the Bookstore.

Legal machinery has been set under way to transfer both business enterprises to a new nonprofit corporation, the "San Francisco State College Foundation," which will set over-all operating policy.

Many proposals and counter-proposals were made through the series of closed executive sessions before the Boards finally accepted the original proposal of the president of the college, Dr. J. Paul Leonard, that the Associated Students give up nominal rights they held for control of bookstore and cafeteria policy.

The Foundation, under the plan set up, will exercise its authority through a Board of Governors. This Board will be composed of nine members, including four students, two faculty members, two administration members, and the president of the college or his representative.

UNOFFICIAL MEETING

An unofficial meeting among several student officers and administration officials on Monday, April 12, began the proposals leading to the solution acted upon by the Board of Directors last week.

This unofficial meeting followed closely upon the heels of a Board of Directors' meeting, where Treasurer Jack Lynch, Vice-President Carol Benefield, and Member-at-Large Alice Pappas charged that the administration had biased a supposedly "joint" report of a student-administration committee investigating the lines of authority in the College Union.

On Wednesday, April 14, the first executive session, in a seven-hour meeting, worked over the proposals and ideas first suggested in Monday's unofficial gathering.

INCAPABLE MANAGERS

The reason for suggesting that the Associated Students relinquish control of these enterprises, according to statements made at this meeting, was that due to discontinuity of membership and to inexperience, the student boards were incapable of managing a large business enterprise such as the College Union.

At that meeting, the Boards of Directors and Control examined the financial situation of the College Union and first heard President Leonard's proposal for a Foundation.

The operation of commercial enterprises by the students is not in keeping with the aims of the College. Such an operation is not an integral part of the instructional program of the College.

President Leonard expressed the opinion that we did not want to operate the College Union strictly as a food service without the benefit of using it as a student lounge, as this is the only place on campus where students can congregate. We do not want to make any distinction between those buying a full meal and those carrying their lunch by imposing a minimum. Neither do we want to operate the College Union for a major profit.

Much discussion also centered around the fact that elections were then coming up, and that the College Union was bound to be a campaign issue.

At this time, the Boards decided not to release the minutes of their meetings, and to pledge themselves to secrecy, so that an "emotional" reaction to the solution did not come from the students, especially during a political contest.

PRESENT SYSTEM

The meeting of April 22 was largely consumed in discussing the merits of the present system, questions as to what was meant by the "present" system, and why student boards were or were not qualified to manage business enterprises.

The next executive session was held at 6 a.m. Tuesday morning, April 27. Student Body President Bert Phillips read a letter from President Leonard, stating his responsibilities and authorities as president of a State College.

BOARD'S ALTERNATIVES

The alternatives faced by the Boards were also presented and discussed.

Mr. Leo McClatchy, lawyer, C.P.A., and faculty member of the Board of Control, stated that the assets of a corporation cannot legally be transferred without the consent of the board of directors of that corporation or of its stockholders.

This, he said, was just a technicality. "The State of California could cancel our lease and force us to transfer the assets. Eventually we will accept the proposal. . . . "

At the same meeting, Board of Control member-at-large Jack Anderson, former student body treasurer, raised the question, "What is the authority of the Associated Students? All we know is that we are ultimately responsible to the President of the College."

The last executive meetings were held Thursday, April 29.

PROPOSAL WORDED

The final foundation proposal was worded by President Leonard, and incorporated into a motion by Len Lundgren, activities commissioner, and passed.

Throughout the series of meetings, the Board members frequently referred to a necessity to present the plan to the students in such a way as to avoid a referendum by the students to rescind their vote.

Such a referendum could be started by a petition signed by five per cent of the student body card holders, asking for a vote on the action.

Closing discussion centered, therefore, on the manner of "dissemination of information" regarding the disposal of the two business enterprises.

The Boards finally concluded that a special issue of the Golden Gater, along with an all-college assembly devoted to the transfer, would be the means by which the executive sessions would be made public.

A plan is needed that would:

1. *Put the College Union on a clean-cut operating basis.*
2. *Allow the Union to be used as a lounge.*
3. *Clear up the lines of authority.*
4. *Allow the Student Board members to devote their time to other areas than operating a commercial enterprise.*

President Leonard stated that everyone is anxious to have the Student Union Building attached to the present Food Service Building. The State is behind on their building program

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Special Assembly Will Air Plans

A special all-college assembly will be held today at 11 a.m. in the main gym of the physical education building, so that the administration and the Associated Students may present to the student body the solution of the College Union problem decided upon by the Boards of Directors and Control.

All classes will be canceled for the assembly, and the library, College Union, and the student body hut will be closed.

College President J. Paul Leonard and Student Body President Bert Phillips will present the joint plan to turn over the College Union and the Bookstore to a separate corporation, the "San Francisco State College Foundation."

President Thanks Boards

I am very much pleased with the action that the Board of Directors has taken in developing ways and means to provide for an efficient, profitable and economical operation of the Food Service. The Board has taken a long step forward in laying sound plans for the development of a method of organizing and administering such cooperative enterprises. The establishment of a Foundation will provide adequate participation for all parties concerned, will secure efficient operation, planned control of administration and assurance of careful guarding of funds so that profits can be returned to the students and food can be offered at the lowest prices possible.

The students have worked long and hard on this project, and the plan that they have evolved shows excellent thinking and cooperative planning on the part of all the members of the Board of Directors and the Board of Control. I am sure that with the continued cooperation we have had in establishing this plan, the problems that have given us considerable concern will be easily solved.

J. PAUL LEONARD
President

MINUTES FROM THE SPECIAL

(Continued from page 1)

and it will be some time before they are able to allocate funds for the building of a student union. It would be helpful if the students had some money they coud offer to the State as an inducement to initiate the program of construction.

It is necessary for the Food Service to either be subsidized or a raise in prices will result if it is to be continued in use as a lounge. It is bad rationale to make the students who do buy their lunch in the union carry the entire cost for all the students who use the area as a lounge.

A plan for relieving this situation would be to ask the foundation if they would be willing to take over the two commercial operations of the Associated Students, the College Union, and the Bookstore.

The operation of the foundation would be under an administrator who would be responsible for seeing that the operations meet the needs of the students. The foundation would assume all the existing liabilities and assets.

Since the Bookstore is making a profit on operations, one-half of this profit would be turned back to the students in the form of an invested trust held for use in construction of the new Student Union. The other half of the profits from the Bookstore would be used to reduce the present obligation of the Food Service until the operation is on a sound basis. After the operations of the Food Service are on a sound basis, the entire profits from the bookstore would be turned over to the Student Union fund at the end of each year.

Until the operation of the College Food Service is on a sound financial basis, one-half of the profits of the bookstore would be used to subsidize the use of the College Union as a student lounge. By this process we can reduce the cost of food, while still serving the type of food that the students want.

Mr. Jones said that some day in the future, the College Food Service will be a profitable operation, and he would hate to see the Associated Students lose complete control of the operation even though the Foundation would operate the service with the interest of the students in mind.

Mr. Anderson pointed out that in the discussion of a long-term policy such as this, we should make a careful evaluation and not be hasty in either accepting this plan or rejecting it.

Mr. Anderson asked if we could project into the future to estimate what the income from the College Union would be in years to come.

Mr. Jones said that the purchase of equipment and the move to the new campus caused us to incur debts that would not be recurring.

President Leonard said that we have been anticipating a profit for the past ten years. We cannot continue under this assumption.

Mr. Jones thought that this would be a bad time to give up hopes of a profit. Mr. Spry said that the loss did not begin until 1951 when split campus operations began. Naturally on such a move there is bound to be deficit financing.

Dean Bergstresser said that there is no food service operated similarly to ours that does make a profit on months when there is not full operation (summer months, vacations, etc.).

Dean Wells said that the problem now is to arrange for payment of the $41,000 of food bills that have accumulated.

Mr. Spry said that the accumulated reserve of the bookstore might be used for this purpose. Mr. Healy stated that the current status of the bookstore is:

Total current assets.....$132,566.84
Total current liabilities 66,764.92

The net sales for last year were $215,546.00, and the net profit for 1953 was $11,600.00.

President Leonard pointed out that confused lines of authority are now resulting from the present manner of operation. The Associated Students is theoretically responsible for the supervision of the building and management, remaining solvent, etc. When a corporation assumes such responsibilities it should have the knowledge to make intelligent judgments on operations. The needed continuity of time and membership is not possible with the student boards.

Mr. Jones suggested that there may be other alternatives for operation of the Associated Students business enterprises. One proposal would be that the Associated Students purchase a controlling interest in a subsidiary corporation. This subsidiary corporation would be composed of a Board of Directors which would be experts in this field, and could contract with the State for permission to operate the Food Service. Although the direct management would be in the hands of experts, the policy of operations could still be controlled by the Associated Students.

This would relieve the Board of Directors of managerial responsibility but still allow them to make policy decisions. The Food Service and the Bookstore are fundamentally a service to the students, and should be operated by the students. The basic principle behind Student Government is leadership training. The Student Union when completed will be attached to the present College Union and will be the center of student activity. This should be operated by the students.

Dean Bergstresser stated that the student unions operated most successfully are not operated by the students. At Cal Poly where the financial operation of the business enterprises has been the most successful of the State Colleges, the Food Service is operated by a foundation such as that proposed by President Leonard, resulting in a large surplus that can be used to construct a union building.

Mr. Jones pointed out that the students would take more pride in something that they had built for themselves. If a Student Union were given to them they would not achieve the same amount of satisfaction.

Dean Bergstresser mentioned that students could get valid leadership experience in areas other than operating a financial enterprise.

Mr. Anderson stated that some of the board members had proposed basic questions that deserve answers. The questions are:

1. Exactly what were the factors contributing to the accumulation of the present debt in terms of an itemized breakdown of both major and minor monthly and yearly deficits, and an explanation of these factors?

The move to the new campus and the replacement of machinery were major items in the accumulation of such a debt. It would be impossible to give such an itemized breakdown of the cumulative deficit.

2. Could the operational program be construed as deficit financing? If so, how was this deficit to be made up?

3. What was the rationale for allowing this debt to accumulate?

These questions have been answered in the preceding discussion.

4. What, exactly, is the College Foundation? Legally? Financially? Composition of membership?

Legally the Foundation is a tax exempt corporation. Financially it is responsible only for the funds designated to it and for the expenditure of those funds.

The membership of the Foundation is composed of seven downtown business men and women who serve on the Board of this Foundation. These seven members constitute full membership.

Mr. Brakebill said that a new Foundation could be established with membership consisting of student-faculty-community members. In this way all groups can be represented.

Mr. Clark asked if we could make the Student Body President a member of this Board. As it now stands there is a feeling on the part of the students that they would be removed from the general policy making.

President Leonard said that the new Board would include the students. The Board would be a policy making body, probably meeting quarterly at a minimum.

The partial text of the minutes of the executive meetings held on the College Union foundation plan is printed on the inside pages of this special issue.

The sections in bold face type are motions made, and board actions upon them.

The sections in italicized type are those ot which the editors of the special issue have given emphasis, because of their bearing on the issues being decided, or because of special importance or interest in them.

It is hoped that the students will study the minutes carefully, in order to get a complete picture of the actions taken, and the methods used in determining the action.

Dean Bergstresser added that direct management would be left to the person designated to supervise the operations.

5. If the College Foundation were to accept the College Union Food Service, what would be their plan of action in terms of eliminating the present deficit?

President Leonard said that this would be done by making the resources of the Bookstore and the College Union a common fund.

6. To what extent would the College Foundation take student opinion into consideration in terms of planning and administering the operation of the College Food Service and Bookstore?

President Leonard said that he felt that the Foundation would be able to take student opinion into consideration more effectively than the Associated Students are able to do now. The Foundation would run the enterprises with the best interests of the students in mind.

7. What is the financial status of the Bookstore?

This question has been answered in the previous discussion.

8. To what extent does the existing definition of the Associated Students authority and responsibility as defined by the Articles of Incorporation of the State of California and the Constitution of the Associated Students conflict with the College Administration's interpretation of the authority and powers of the Associated Students?

President Leonard then presented the structure of the proposed Foundation:

FOUNDATION
Board of Governors
(3 members of faculty
3 student members
3 community members)

ADMINISTRATIVE OFFICER
OF THE COLLEGE STAFF
Manager of the Bookstore
Manager of the Food Service
Foundation Business Manager

Mr. Anderson then asked if we could see the structure of the existing lines of authority. They are:

STATE OF CALIFORNIA
President of the College
Board of Directors of the
Associated Students
Board of Control
Administrator of Student Affairs
Manager of the Food Service
Manager of the Bookstore

Mr. Phillips stated that we will have to consider the different proposals and set another meeting of this type within two weeks. It will not be possible for us to make a decision at this time.

Mr. McClatchy asked if we were to accept this proposal would it be subject to a vote of the general student body. Mr. Phillips said that these specific points will be investigated before the next meeting.

Mr. Anderson asked if it would be advisable to publish the minutes of this meeting.

Mr. Phillips stated that some information will have to be given to candidates running for student body offices.

President Leonard expressed the hope that these proposals should not be allowed to be made a campaign issue.

Mr. Jones moved that the minutes of this meeting be retained by the Secretary of the Associated Students and be published only to the members of this Board. The motion was seconded by Mr. Anderson.

Mr. McClatchy asked if the Student Body when reading these minutes at a later date, would feel resentful at our silence.

Mr. Jones said that the candidates should be informed to some degree, because they are probably under a gross misconception of the actions they would take if elected.

Dean Wells asked if there were any way for President Leonard and Mr. Phillips to make a combined statement that would enlighten the whole student body and take the issue away from the campaign.

Dean Bergstresser suggested making the matters under discussion political issues at this time might lead to a great deal of confusion, with no constructive progress and the possibility of our work being destroyed.

President Leonard suggested the possibility of the candidates making an agreement not to use the College Union as a campaign issue.

The previous motion was carried with Mr. Clark, Mr. McClatchy and Miss Courtney abstaining.

Mr. McClatchy stated that it would not be fair for us to allow students to campaign on an issue that will be settled before they come into office.

President Leonard suggested that condensed statement of the situation be presented along with the fact that the issue will be settled before the end of this semester and will not be a campaign issue.

Mr. Clark moved that the combined boards direct Mr. Jones to address the Student Leadership Conference at the beginning of the conference giving them the current financial status of the College Union and the Bookstore. The motion was seconded.

Dean Johnson moved to amend the motion to include that a statement will be made saying the combined effort of the Board of Directors and the Board of Control is being directed to finding ways and means of reaching a solution to the present problem and that they expect to reach a solution satisfactory to student body before the end of this semester. The amendment was seconded and carried. The original motion was carried as amended.

Mr. Judah moved that these proposals and solutions be kept with this Board until after the next joint meeting. The motion was seconded by Mr. Anderson and carried.

Dean Wells (for the Board of Directors) and Mr. Anderson (for the Board of Control) moved that the Board of Directors and the Board of Control take upon themselves the definite responsibility of initiating a plan for the solution of the difficulties of the College Union before the end of this semester. The motion was seconded and carried.

Mr. Lynch moved that the Elections Committee call a meeting of the candidates for President and Treasurer and at that time make a request that this (the College Union) be set aside as a campaign issue. The motion was seconded by Mr. Jones.

Miss Courtney moved to amend the motion to include all the candidates for major student body offices. Mr. Anderson seconded the motion.

Discussion followed as to the advisability of having all candidates present at this meeting of just the candidates for major student body offices. Mr. Phillips stated that all the candidates should be equally informed.

Mr. Lynch and Miss Courtney withdrew their motions, Mr. Anderson and Mr. Jones withdrew their seconds.

Mr. Phillips stated that he will call a meeting of all the candidates and present all available factual information regarding the College Union to them at this time.

Mr. Phillips said that there will be a joint meeting of the Board of Directors and the Board of Control on Thursday, April 22, 1954, and a meeting of the Board of Directors, Board of Control and President Leonard on April 29, 1954.

Mr. McClatchy moved that the meeting be recessed until Thursday, April 22, 1954. Mr. Jones seconded the motion. The motion was carried.

Respectfully submitted,
/s/ MARY COURTNEY,
Secretary.

Members present: Messrs. Healy, Spry, Lynch, Phillips, Brakebill, McClatchy, Jones, Dell'Ara, Clark, Lundgren, Anderson, Judah, Crownover, Mendelsohn. Misses Benefield, Maison, Baltsen, Bondshu, Pappas, and Courtney. Deans Wells and Bergstresser.

The executive session of the Board of Directors-Board of Control reconvened at 4:50 p.m., being called to order by the President, Mr. Phillips.

Mr. Jones moved that we pass on to the first order of business of the Executive Session. Mr. Dell'Ara seconded the motion. The motion was carried.

The question of the legality of transferring the assets of the Bookstore and the College Union was posed. Mr. McClatchy said that he had checked the California Statutes and the California Corporation Law, and that the Board of Directors of a corporation does not have the authority to sell, transfer or convey (all or substantially all) of the assets of a corporation without permission of the stockholders, but we don't have this problem as long as we are not transferring all or substantially all of our assets. The balance sheet of the Associated Students will have to be studied to determine this matter.

Dean Wells asked if the fact that the Associated Students will be retaining the Print Shop will affect this matter. Mr. McClatchy said that this will enter into calculating whether or not we are transferring all or substantially all of the assets. Even if we did transfer the assets, and it was found out afterwards that it was a major portion, the transaction would not be void, but voidable, rescissible by a member of the corporation.

Mr. Healy stated that the total assets of the Associated Students, including the General Student Body, College Union and Bookstore, are $169,000.00.

Mr. McClatchy stated that the California Corporation Code provides that on a deed of conveyance a certificate could be attached, signed by the Secretary of the Corporation, stating that substantially all of the assets are not conveyed. There may be other problems involved with such a transfer as provided in the Associated Students Constitution and Bylaws.

Mr. Anderson stated that the original rationale for forming this corporation was to adequately administer to the needs of the students. Would such a transfer endanger the Associated Students, since the College Union and the Bookstore are operated to fulfill the needs of the students.

Mr. Dell'Ara pointed out that a new means of administering the College Union and Bookstore may more adequately meet the need of the students.

Dean Bergstresser asked if it would be possible for Mr. McClatchy to study the constitution of the Associated Students and find whether or not there is anything to prevent such action.

The chair requested Mr. McClatchy to do so.

Mr. Spry then presented the amount of the March, 1954, profit from the College Union. The profit from operations was $2620.43 and the net profit after deducting pro-rated overhead and moving expenses was $1632.99.

The net loss to date is $3963.85.

Mr. Healy pointed out that March is one of the two months when there are a full number of operating days.

Mr. Spry asked if it would be possible for the foundation to lease the assets from the Associated Students to eliminate the legal difficulty of transferring assets.

Mr. McClatchy stated that the code stipulates that the transfer, conveyance, or leasing of assets must be approved by the stockholders if all or substantially all assets are to be transferred.

EXECUTIVE SESSION MEETINGS

Mr. Jones pointed out that we are assuming the hypothesis that the present manner of operating the College Union is inadequate. We should first determine the needs of the students and then develop the structure that best fits our needs.

Mr. Clark stated that the essential point is that the College Administration feels the present plan is inadequate.

Mr. Anderson said that we should definitely decide if the preesnt plan is inadequate.

Miss Maison suggested that the plan may be satisfactory in structure but be functioning unsatisfactorily.

Mr. Anderson stressed the fact that we are saying our present plan is inadequate when we have never been given the chance to put it properly into operation.

Mr. Jones pointed out that the structure of our present plan is similar to the proposed structure of the Foundation, the difference being the substitution of the Foundation and the Board of Governors for the Associated Students and the Board of Directors.

Mr. Anderson stated that we are not considering the situation in the real light. The question now is: "What is the plan that is really operating at this time?" We need a definition of who has been responsible to whom.

Mr. Anderson added that he could not recollect one resolution passed by the Board of Control that has been placed into operation. Would it be possible to give the Administrator of Student Affairs the power to put the plan as presently structured into actual operation?

Mr. Dell'Ara asked if it would not be much more satisfactory if the structure as presently defined had been in operation.

Mr. Healy said that if the definite lines of authority and communication had been operating the situation would be much more satisfactory.

Dean Wells stated that it is a struggle for the ever-changing Boards to learn their responsibilities. The student boards should not be required to spend time evaluating wage scales, buying, employing, and handling the other problems involved in the operation of a food service.

Dean Bergstresser said that the history of operations showed that when actions of the Boards conflicted with the manner of operations, the issues were always taken to President Leonard. The changing student boards were acting on administration problems. This created a situation in which it was difficult to operate.

Mr. Brakebill stated that there have been occasions when the President has had to decide on these issues. There are other factors involved, too. The operation of the College Union and the Bookstore is big business and requires Boards that can spend the necessary time. If the Boards of Directors and Control were to do this, they would not have the necessary time for other duties. Expert knowledge is required for operations. This knowledge can only be obtained by continuity of time and membership. The Student Boards have neither. The managers of the Food Service and the Bookstore are highly trained in their fields. Having experienced managers whose opinions conflict with those of the managers makes for difficulty in operation.

Mr. Jones said that the criteria on which a manager is judged are:

(1) Customer satisfaction.

(2) Operation at a profit.

Regardless of how highly trained a manager may be, he is not satisfactory unless he meets these requirements.

Mr. Jones added that the students have never had a chance to express their dissatisfaction regarding the operations. The Boards are supposed to interpret the wishes of the students. The very fact that there is a turnover of Board members and policy decisions differ means that the wishes of the students are constantly changing.

Mr. McClatchy stated that the hour was late and that something like this should not be deferred until next Thursday. We should meet before then to formulate some plan.

Discussion followed as to when the best time would be for this meeting.

Mr. Lundgren moved that we have a joint executive session at 6:00 a.m. on Tuesday, April 27, 1954. The motion was seconded.

A roll call vote was taken with Mr. Dell'Ara, Misses Benefield, Wells, Bondshu, Maison, and Pappas voting nay; Messrs. McClatchy, Judah, Lynch, Jones, Lundgren, Anderson, and Misses Baltsen and Courtney voting aye, and Dean Bergstresser, Mr. Brakebill and Mr. Clark abstaining. The motion was carried with 8 in favor, 6 opposed and 3 abstentions.

Mr. Anderson asked if there is any way we can approach the basic questions: Whether the Associated Students have the authority to administer the two enterprises. We should be careful as any decision we might make could eventually affect all other areas of the Associated Students.

Mr. Clark pointed out that ultimately in every and all areas in which we act we are subject the approval of the Administation.

Dean Wells stated that if the Administration of the College was satisfied with the operations of the enterprises, they would not interfere.

Mr. Anderson pointed out that President Leonard has the authority for supervision of operations of enterprises. Will he delegate it?

Mr. Jones moved that we recess the meeting of the Executive Committee until Tuesday, April 27, 1954 at 6 a.m. The motion was seconded and carried.

The meeting was recessed at 6:20 p.m.

The Executive Session of the Board of Directors-Board of Control was reconvened at 6:15 a.m. by the President, Mr. Phillips.

Mr. Phillips read a letter he had received from President Leonard. The letter quoted the following paragraph from the Handbook of Administrative Policies and Procedures for California State College Presidents, which was approved by the State Director of Education and the State Board of Education in April, 1952: "The powers and duties of the state college president are set forth in various sections of the Education and Administrative Codes, or are assigned by the State Board of Education and the State Director of Education. No attempt is made in this Handbook to list these powers and duties in detail. However, the president is the chief executive officer of the local college. He is responsible for recommending all appointments, promotions, and dismissals and for supervision and assignment of all members of the local college staff. He directs the preparation of the college budget, and is responsible for its administration after it is approved. He carries out policies established by the State Board of Education and the Director of Education. He is charged with responsibility for the maintenance and operation of the college plant and facilities. He carries on the public relations and promotional activities of the college. He formulates and directs the educational program. He is responsible for the welfare, discipline, and when necessary, the suspension of students. He serves as executive secretary of the local Advisory Board. He keeps the State Director of Education informed on the problems and operation of the college. He approves vacations, sick leaves, and travel for members of his staff. He provides and maintains a system of communications for the college."

President Leonard continued to state in his letter. "Throughout the Education Code and Administrative Code many references are made to the responsibility of THE LOCAL President for supervision of the activities of the college, including the activities of the student body. This comes from the fact that all student organizations and activities stem from the authority of the institution, in view of the fact that they would be organized and would exist only on the ground that the college is organized and supported by the State for educational purposes. It is inherent in these delegated powers that the president is responsible for seeing that all situations on the campus, and particularly those involving finances, are executed in a businesslike manner and on a sound financial basis.

"The President, in turn, may delegate certain responsibilities to college officers and to the Associated Students, so long as those activities are carried on in a sound and efficient manner. However, in the delegation of this power the president is still held responsible, by virtue of the fact that he is responsible for the entire institution, whether he exercises the power directly or through delegation. This is in harmony with established administrative procedures and with the entire theory of delegation of responsibility. You may rest assured that the president is held responsible for all the activities on San Francisco State College campus and that he must, of necessity, exercise this authority.

"I hope very much that the groups will act favorably upon the proposals that I have made for the setting up of the new Foundation and for the operation of the cafeteria and bookstore on the basis proposed. I am convinced that it is the only satisfactory solution to the problem without completely removing the entire operation from student participation. The proposal for the new Foundation Board gives the students the same percentage of participation that it does the institutional staff of the college, and thereby, provides a medium for the voicing of student opinion and the more effective type of student control through Board action than the present plan can ever produce."

Dean Johnson stated that strong central management was the prime requisite for satisfactory operation of a business enterprise, and with this in mind the proposed Foundation would seem to be the best plan. Students would have the opportunity to voice their opinions through the Board of Governors; and students should also be placed in other areas where they can influence College policy making.

Mr. Lundgren asked when the Associated Students assumed operation of the Food Service. Mr. Healy stated that the Associated Students in 1944, when incorporated, assumed management of the Food Service. Prior to that time a fountain was operated.

Dean Johnson suggested that it may be helpful to look at the proposal in the light of the formation of a new operation; and determine what would be the best means of structuring the organization to attain the most efficient administration and management.

Mr. McClatchy pointed out that we may be working under a false assumption by deciding that this is the only plan the president would accept. He may be very receptive to some other solution.

Mr. Phillips then quoted the next to last sentence in the president's letter: "I am convinced that it is the only satisfactory solution to the problem without completely removing the entire operation from student participation."

Mr. McClatchy suggested the possibility of establishing a board similar to that of the Board of Governors as proposed in the Foundation plan under the Associated Students.

Mr. Spry stated that it was the decentralized management and control that caused the present situation. Mr. Clark asked what the student body's reaction would be when it learns of the approximate deficit of the College Union of $50,000.

Mr. Mendelsohn pointed out that the students feel that the Board of Control has powers and control over operations. They must be informed that this is not the case.

Mr. Phillips said that an open meeting of the Student Body will be called to discuss this proposal and explain fully so there will not be any misconception.

Mr. Dell'Ara asked who would have the authority to dispense with the proposed Foundation if the operations under the Foundation prove unsuccessful.

Dean Johnson answered that it would most likely be up to the Board of Governors of the Foundation or the President of the College.

Mr. Dell'Ara then asked how operation of the Food Service by the Foundation would affect the management and operation of the future College Union.

Mr. Jones expressed the opinion that the management will probably be assumed by whoever raises the major portion of the funds to build the Union.

Dean Johnson stated that it was the opinion of Dean Bergstresser that the management and administration of the College Union is something that should represent all facets of the College Community, and shouldn't be solely a student venture.

Mr. Phillips stressed the fact that most College or Student Unions throughout the country are operated by Student Boards, and it has proved to be a very satisfactory arrangement.

Mr. Lynch asked if the Chair would obtain information from President Leonard as to the plans for operation of the College Union, when built, so that we will not be working under misconceptions.

Mr. Anderson reiterated that we have no definition of the authority of the Associated Students. All we know is that we are ultimately responsible to the President of the College.

Mr. Phillips suggested that a committee from the Board might meet with the President before Thursday to discuss these questions.

Mr. Lundgren stated that we should ask President Leonard if the Board of Directors and Board of Control did not accept this proposal would this action be considered out of our scope and the Foundation be inaugurated anyway.

Dean Johnson said that operation of enterprises such as the College Union Food Service and the Bookstore was not feasible for the Boards because of the complexity of such operations.

Mr. Mendelsohn pointed out that we can propose minor changes in the suggested plan, but we have received a statement of what is expected of us.

Mr. Anderson asked if it would be beneficial to ask for a clear-cut analysis of our sphere of authority in regards to present and future activities.

Mr. Jones moved that the Boards request from President Leonard a concrete definition of the sphere to which the activities of the Associated Students will be limited. This definition to be presented at the April 29, 1954 meeting. The motion was seconded by Mr. Anderson.

Mr. McClatchy stated that assets of a corporation cannot legally be transferred without the consent of the board of directors of that corporation or the stockholders.

Mr. Velardo pointed out that in that case the proposed plan must be approved by the Associated Students.

Mr. McClatchy said that this is just a technical point. The State of California could cancel our lease and force us to transfer the assets. Eventually we will accept the proposal but first it will require a resolution by the Boards subject to referendum by the students. We have set a definite time limit for ourselves, and we must act in the very near future if we plan to present the proposal to the student body for their reaction.

Dean Johnson moved to amend the motion to state that two questions will be asked of President Leonard: 1. What is the proper sphere of operations for the Associated Students? and 2. Where beyond that should student opinion be incorporated with the administration-faculty opinion in the total operation of the college? The motion was seconded by Mr. Jones.

The amendment was carried. The original motion was carried as amended.

The chair requested Dean Johnson to bring these questions to the attention of President Leonard.

Mr. Dell'Ara moved that the Executive Session be recessed until Thursday, April 29, 1954, at 4 p.m.

The meeting recessed at 8:05 a.m.

Respectfully submitted,
/s/ MARY COURTNEY,
Secretary.

April 29, 1954.

The Executive Session of the Board of Directors and the Board of Control was reconvened at 4 p.m. by the president, Mr. Phillips.

The minutes of the April 22, 1954, Executive Session were read and the following corrections were noted on page one: paragraph one: " . . . does not have the authority to sell, transfer, or convey all or substantially all of the assets . . . " Paragraph two: " . . . will affect this matter." Paragraph four: " . . . a certificate could be attached." Paragraph five: " . . . that the original rationale . . . "

After the reading of the minutes Mr. Jones moved that we pass on to the first order of business. The motion was seconded by Miss Benefield and carried.

Mr. Phillips stated that the first order of business would be the discussion of the two questions that the Boards had asked Dean Johnson to refer to President Leonard. Mr. Phillips then called upon President Leonard.

President Leonard announced that Dean Johnson had presented to him the two questions asked at the last Executive Session. They are: 1. What is the proper sphere of operations for the Associated Students? 2. Where beyond that should student opinion be incorporated with the administration-faculty opinion in the total operation of the college?

President Leonard said that machinery will be devised whereby we can maintain a joint participation to the extent where we can get the opinions of the students and at the same time fix the responsibility so we do not have the same type of dual responsibility that now complicates operations. By incorporating student participation in the Board of Governors of the proposed Foundation, the students will be assured of a voice in the actual operations of the College Union and the Bookstore.

President Leonard pointed out that although there may be variations in the structure of a Foundation, the basic idea is sound, and by adopting this proposal we will achieve economic security, joint responsibility, and smooth operation. The corporation that we will establish will be held responsible for all operations of the College Union and the Bookstore.

The College Administration has no desire to enter into the operations of student body affairs, but they must see that the operations are orderly, especially in the area of finances.

Dean Johnson stated that the ideal sphere of activities for the Associated students is so complex that it would not be possible to arrive at a satisfactory answer without careful study. Our growth has been so rapid that we have not had the time to do basic planning.

President Leonard pointed out that when he faces problems in the administration, he often makes a list of four questions:

Who is interested in this problem?
Who would this affect?
Who would make this decision?
Who would carry it out?

If we were to analyze our problems in the same manner, we could arrive at a satisfactory answer to the second question asked at the last Executive Session.

Dean Wells suggested the establishment of a committee to start on a long range attack on these problems. This committee could be composed of three administrators, three students who have been on this year's board and will be on the board next year since they would be more familiar with the problems; and three members of the faculty who have served on either the Board of Directors or the Board of Control. This group could propose lines of action, and think of ways of bringing more student participation in areas other than those we ordinarily think of in relation to student activities.

Mr. Miksak pointed out that this suggestion is excellent since the stu-

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FINAL TEXT OF MINUTES

(Continued from page 3)

dents have given the impression that they feel in giving up the operation of the College Union they are giving up their voice.

Mr. Anderson stated that in view of the time limit we have established it is our problem now to sell the Foundation plan to the students. They must be satisfied with this plan, but they would not be without a definition of the authority of the Associated Students.

Mr. McClatchy said that he did not feel that the Associated Students are giving up their participation. Actually they will gain a greater voice in the operations of these enterprises through the Foundation.

Mr. Dell'Ara pointed out that at the present time the major student dissatisfaction lies in the prices of food in the College Union. Would there be any change?

President Leonard stated that the prices could not be lowered immediately, but barring an additional increase in raw food costs, which are now at the highest level in history, a decrease in the food prices in the Union might be shown by next fall.

Mr. Lynch asked if Pesident Leonard would present a proposal for the establishment of the Foundation and the structure of this Foundation.

President Leonard said that the proposal provided for the establishment of an incorporated foundation. This Foundation would draw a lease with the State of California to operate the College Union Food Service and the Bookstore. The Foundation would be responsible for the operation of the two enterprises and operating for the benefit of the students.

The President proposed that the composition of the Board of Governors could be changed to a nine-member Board consisting of five faculty and administration members

Mr. Jones said that we should not lose sight of Dean Wells' suggestion for establishing an evaluation committee. He therefore moved that the combined Boards establish a College Evaluation Committee, dedicated to the analysis of every phase of college activity; student, faculty, administration, and curriculum; and composed of representatives from these areas; the President and Vice-President of the Associated Students, one member-at-large from the Board of Directors and two members of the student body appointed by the President of the Associated Students and approved by the Board of Directors; the Associated Deans of Students, four members of the faculty-at-large, preferably those who have had experience in student activities, and one ex-officio faculty member from each division of the college. The motion was seconded by Mr. Anderson.

Mr. Lundgren stated that we should not specify the persons to serve on this committee. Mr. Healy suggested that we recommend this committee to the new Board of Directors and allow them to form the committee.

Mr. Jones expressed the fear that this idea might be lost if we allow it to drop.

Miss Courtney moved that in light of the immediate problem confronting us at this time, that further discussion on this committee be tabled. The motion was seconded by Mr. McClatchy and carried.

Dean Wells suggested that we discuss the composition of the Board of Governors of the Foundation. Continuity, both on the part of the students and the faculty is necessary, and that maybe the members of the Board of Governors should serve for two years with a plan for rotation of membership to provide for continuity.

President Leonard said that he would present a proposal for the establishment of a Foundation when we reconvene, then we could spend the remainder of the evening discussing the composition of the Board.

Mr. Phillips stressed the fact that we must decide on a way of presenting this matter to the student body. If this is not presented properly we could be faced with a referendum to defeat any action the Board may take.

The meeting was recessed at 6 p.m. for dinner at the home of President Leonard.

(As the legal procedure for acceptance of any plan proposed would entail a recommendation from the Board of Control before action could be initiated by the Board of Directors, the Board of Control was asked to convene.)

The meeting of the Board of Control was called to order at 7:30 p.m. by the Treasurer, Mr. Lynch.

President Leonard proposed that in order to improve the operation of the College Food Service that the Board of Control consider the establishment of a separate Foundation for the operation of the Food Service and the Bookstore.

Mr. McClatchy moved that on the basis of the recommendation presented by the President of San Francisco State College and in the interest and welfare of the Associated Students of San Francisco State College that the Board of Control of the Associated Students recommend to the Board of Directors of the Associated Students that the following resolution be adopted: RESOLVED: That the Food Operation and the Bookstore together with all the incumbrances existing against them shall be transferred to and controlled and managed by a legal entity which shall be separate and distinct from this corporation; and resolve further, that this Board of Directors request the President of San Francisco State College to see that said legal entity is formed after conferring with and securing the approval of the Board of Directors in relation to the organizational framework of said legal entity; and resolve further, that upon the formation of said legal entity negotiations shall be entered into between this corporation and said legal entity to iron out the details envolved in said transfer and all necessary legal documents incident thereto. The motion was seconded by Mr. Clark.

Mr. McClatchy stated that the intent of the motion is to agree to recommend to the Board of Directors that we transfer our assets to the legal entity. We will be open to negotiations as to the type of entity.

Mr. Dell'Ara stated that the College Union Food Service has not always operated at a loss. The losses occurred when split-campus operations began. It now looks as though the situation is improving. Once we take this action we will not be able to rescind it. Possibly a delay of six months would be wise to allow for further consideration.

Mr. Jones said that we feel that this will be a profitable enterprise in the future and by accepting the Foundation we will have a voice in the operations. Actually we are releasing ourselves from liabilities that are over our heads and gaining actual and real representation in policy making.

The motion was carried with Messrs. Phillips, Jones and Dell'Ara abstaining.

The meeting of the Board of Control was adjourned.

Mr. Phillips then reconvened the Joint Executive Session of the Board of Directors and the Board of Control.

Miss Maison expressed the opinion that we could not fairly vote on this resolution to transfer the assets and liabilities of the Bookstore and the College Union when we are not aware of the exact structure of the Foundation.

Mr. McClatchy stated that we will just go on record that we have given approval to the establishment of a separate legal entity.

Dean Wells suggested that perhaps President Leonard could present his idea of what the entity would be.

President Leonard pointed out that what we are doing is transferring the incumbrances and the assets of the College Union and the Bookstore and at the same time retaining the profits from such operations. The separate legal entity would have to be a corporation, with a Board composed of representatives from the students-faculty and administration. The number can be determined. This Board would have complete control over the operations of these enterprises. A lease would then be drawn with the State of California to operate the services on the campus. The Board would then be responsible to determine policies for the purchasing of food; the utilization of the College Union Building; employment; all expenditures of funds; supervision of staff; and delegation of any authority that might be required.

An agreement would be made between the Foundation and the Associated Students that would see that any profits accruing after allowing for operating capital would revert to the Associated Students. The profits could be used by the Associated Students to relieve their present budget or could be placed in a building fund for the proposed College Union.

Through this transfer the Associated Students are receiving a release from obligations, a voice in operations, and a guarantee of profits without assuming losses.

Mr. Lundgren moved that the Board of Directors adopt the resolution proposed by the Board of Control.

The Chair ruled the motion out of order as the purpose of the Joint Executive Session is to discuss fully the proposal.

Mr. Phillips expressed the opinion that we should consider the possibility of a referendum. We must present this plan to students so satisfactorily as to avoid possibilities of such action.

President Leonard stressed the fact that referendum is for the purpose of preventing gross misbehavior on the part of the Board. The President suggested that after this proposal is approved by the Board a general student body assembly could be held for the purpose of discussing this matter with the students. One entire issue of the Golden Gater could be devoted to the presentation of this issue and the solution.

The joint executive session of the Board of Directors and the Board of Control was then recessed.

The meeting of the Board of Directors was called to order by the president, Mr. Phillips.

Mr. Lundgren moved that the Board of Directors adopt the proposal presented to them by the Board of Control for the establishment of a legal entity. Dean Wells seconded the motion. The motion was carried unanimously.

The meeting of the Board of Directors was adjourned.

The joint executive session of the Board of Directors and the Board of Control was reconvened.

Mr. Phillips stated that the purpose of this meeting would be the discussion of the proposal that has been accepted by the Board of Directors and by the Board of Control.

President Leonard asked if it would be acceptable to call the Foundation the San Francisco State College Foundation. The existing Foundation is now called by that name, but it will be changed.

The consensus of the group was that this would be acceptable.

President Leonard proposed that this Foundation be operated as a non-profit corporation for the benefit and promotion of the students of San Francisco State College.

One principle of operational policy would be the endeavor to sell food at no profit. It would be the responsibility of the Board of Governors to determine food costs, assessing expenses of operation against the food prices.

Mr. Spry asked if a flexible clause could be placed in the constitution of the Foundation whereby the Board of Governors could adjust prices if a need to finance the building of a College Union arises.

President Leonard stated that the ways in which accumulated moneys over cost would be distributed would be investigated. The Foundation could allocate a certain amount to the Associated Students for building purposes or a means could be worked out whereby the Foundation would assume certain responsibilities of the Associated Students such as paying stipulated salaries or relieving the budget of certain liabilities it may carry. This would increase the student body budget without increasing the cost of student body cards.

Mr. Healy stated that when the Associated Students begin soliciting funds for construction of the College Union it will be very helpful if we can show our effort to accumulate funds.

Mr. Miksak asked if it would be possible for us to establish a fund for the future College Union that would be separate and distinct from any other fund.

President Leonard answered that the legal possibilities of such a fund will be investigated and a report will follow at the next meeting.

Mr. Brakebill pointed out that at this point the determinaton of the structure of the Foundation is our most important action.

President Leonard suggested that the Associated Students might retain title to the Bookstore building which would then be leased to the Foundation. This would provide a substantial base for the transferring of funds to the Associated Students.

Mr. McClatchy added that if there is any difficulty in transferring funds to the Associated Students from the Foundation this might be a more satisfactory arrangement.

Composition of the Board of Governors of the Foundation:

Dean Wells suggested that the Board be composed of five faculty members and four student members.

Mr. O'Donnell asked if any community members would be included.

Mr. Brakebill stated that there are two sections of the Administration Code that cover this transfer. The one that allows the most leeway provides for only faculty-administration-staff and student members.

Mr. Lynch expressed the desire to see equal representation of the Board of students and faculty.

Mr. McClatchy pointed out that as a matter of policy it would not be advantageous to any board to be composed of an even number of members.

Mr. Dell'Ara said that a board of nine composed of four students, two faculty members, and two administrators would probably give the best representation.[sic.]

Mr. Clark added that the interests of the faculty are similar to those of the students and therefore the students could be assured of fair representation.

Mr. Spry asked that since the President of the College is ultimately responsible for all operations on the campus, if there would be a possibility of having the board composed of four students, two faculty members, two administrators, and in case of a tie vote on any issue, the President would cast the deciding vote.

Mr. McClatchy pointed out that in order to cast a deciding vote the President would have to attend all meetings of the Board so that he would be fully informed on the issue.

President Leonard stated that he would not want to be placed in the position of casting the decisive vote on issues.

Mr. McClatchy stated that we have requested the President to establish the structure of the Foundation and then recommend this organizational framework to the Board of Directors for their approval.

Mr. O'Donnell questioned the method of appointment of members to this Board.

Dean Wells suggested that the President of the College would select the faculty and administration members and the President of the Associated Students would appoint the student members.

Mr. McClatchy suggested that the four student members be appointed by the President of the Associated Students with the consent of the Board of Directors of the Associated Students, and that these students could be appointed for a two-year period.

Mr. McClatchy stated that we have reached the point where the executive session can be recessed to allow for the proposal from the President to the Board of Directors providing for the composition of the Board of Governors.

The joint executive session was recessed.

The Board of Directors was called to order by the President.

President Leonard recommended that the Board of Governors of the Foundation be composed of nine members: Four students; two faculty members; two administrators; with the President of the College or his appointee from the administrative staff or faculty as the chairman. All members would be appointed for a term of two years, these terms to be staggered at the beginning so that an equal number serve terms of one year, and an equal number serve terms of two years with the exception of the chairman. The four student members of the Board of Governors to be selected by the President of the Associated Students with the approval of the Board of Directors. The first group of faculty and administration members would be appointed by the President of the College. After the first term the two faculty members to be appointed would be chosen by the faculty administration members of the Board of Governors.

Mr. Lundgren moved that the Board of Directors accept this proposal as presented by President Leonard. The motion was seconded by Miss Benefield and carried.

The question of the structure of the Foundation below the Board of Governors was then posed.

President Leonard pointed out that this was a matter for the Board of Governors to determine.

Dean Wells stated that it would be the function of the Board of Governors to determine policy and supervise management and operations of the enterprises.

Mr. Lundgren moved that to clear the record as to the meaning of the original motion in reference to the approval of the Board of Directors of the organizational framework of the legal entity that the term "organizational framework" refer only to the Board of Governors of said legal entity. The motion was seconded by Miss Benefield and carried.

The meeting of the Board of Directors was then adjourned.

The joint session of the Board of Directors and the Board of Control was reconvened.

Dissemination of information regarding this transfer to the student body:

Miss Benefield suggested that one entire issue of the Golden Gater should be devoted to the presentation of this action.

Dean Wells asked when the Golden Gater could devote a majority of an issue to this problem.

Mr. Crownover stated that it would be three weeks from now before the Golden Gater could devote one issue to this matter due to prior commitments.

Mr. Anderson questioned the possibility of a special edition of the Golden Gater. Mr. Spry stated that the budget of the Golden Gater is too low to allow for a special edition.

Dean Johnson moved that the necessary funds for the publication of a special edition of the Golden Gater be allocated from funds of the Bookstore after conferring with the manager of the Bookstore. The motion was seconded by Dean Wells.

President Leonard expressed the hope that this matter would be presented in a positive manner as a solution to a problem that has been confronting us for some time.

The motion was carried.

Miss Benefield moved that the All-College Assembly be held in the Main Gym on Tuesday, May 11, 1954, at 11:00 a.m., and that all classes be dismissed. The College Union and Library will be closed at this time. The motion was seconded by Miss Courtney and carried with Mr. Dell'Ara abstaining.

Dean Wells offered to take charge of the arrangements for the assembly.

The Board gave a vote of thanks to President and Mrs. Leonard for inviting us to their home for dinner.

The meeting was recessed at 11:30 p.m.

Respectfully submitted,
MARY COURTNEY,
Secretary.